

**UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF ARIZONA**

Minute Entry

Hearing Information:

Debtor: SWIFT AIR, LLC
Case Number: 2:12-bk-14362-DPC **Chapter:** 11
Date / Time / Room: THURSDAY, MAY 09, 2013 01:30 PM 6TH FLOOR #601
Bankruptcy Judge: DANIEL P. COLLINS
Courtroom Clerk: RHONDA VAUGHAN
Reporter / ECR: KAYLA COLASONT

Matters:

- 1) EVIDENTIARY HEARING ON Motion to Approve Compromise/Settlement Debtors' Motion For (I) Order Approving Proposed Compromise And Settlement With Starflite International, Inc. And Granting Such Other Relief filed by MICHAEL W. CARMEL of MICHAEL W. CARMEL, LTD. on behalf of Swift Air, LLC
R / M #: 439 / 0
- 2) CONTINUED STATUS HEARING TO DISCUSS DEBTOR'S REHABILITATION EFFORTS
R / M #: 429 / 0

Appearances:

STEVE FOX, ATTORNEY FOR SWIFT AIR, LLC
MICHAEL FAGONE, ATTORNEY FOR BEACHSIDE CAPITAL
MICHAEL SCHRIBER, CEO AND MANAGING MEMBER OF BEACHSIDE CAPITAL
ANDREA HANDEL, ATTORNEY FOR U.S. DEPARTMENT OF JUSTICE
HENRY DAVID, ATTORNEY FOR STARFLITE
DAVID HINDMAN, ATTORNEY FOR TRANSJET I AND II
ROBERT LYONS, PRESIDENT OF STARFLITE
CAROLYN JOHNSEN, ATTORNEY FOR UNSECURED CREDITORS' COMMITTEE
TERESA PILATOWICZ, ATTORNEY FOR NIMBOS HOLDINGS
MARVIN RUTH, ATTORNEY FOR
ANTHONY AUSTIN, ATTORNEY FOR CHICAGO BLACKHAWKS

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(continue)... 2:12-bk-14362-DPC

THURSDAY, MAY 09, 2013 01:30 PM

Proceedings:

(1) EVIDENTIARY HEARING ON Motion to Approve Compromise/Settlement Debtors' Motion For (I) Order Approving Proposed Compromise And Settlement With Starflite International, Inc. And Granting Such Other Relief filed by MICHAEL W. CARMEL of MICHAEL W. CARMEL, LT

(2) CONTINUED STATUS HEARING TO DISCUSS DEBTOR'S REHABILITATION EFFORTS

Mr. Fox advises the Debtor filed a notice to withdraw the settlement with Starflite. He discusses the term sheet entered into with Beachside. Mr. Fox advises he will file a Motion for Approval of the Exclusivity provisions and file a plan and disclosure statement. Mr. Fox requests the hearing on the disclosure statement and plan be held simultaneously. Mr. Fox asks for approval of the lock-up provisions.

Mr. David requests the Court set the evidentiary hearing on the Starflite Motion.

Ms. Johnsen advises she received some of the drafts of the term sheet, but the Committee has not participated in all of the meetings.

Mr. Fagone notes there are aggressive deadlines in the term sheet and he is prepared to move as expeditiously as possible.

Mr. Austin is concerned about the cash status of Debtor.

COURT: IT IS ORDERED SETTING AN EVIDENTIARY HEARING ON MOTION FOR APPROVAL OF EXCLUSIVITY PROVISIONS ON MAY 21, 2013, AT 9:00 A.M.

IT IS FURTHER ORDERED SETTING AN EVIDENTIARY HEARING ON STARFLITE'S APPLICATION FOR ADMINISTRATIVE EXPENSES ON JUNE 20, 2013, AT 9:00 A.M., A JOINT PRETRIAL STATEMENT IS DUE MAY 31, 2013.